OHIO RAIL DEVELOPMENT COMMISSION

1980 WEST BROAD STREET • COLUMBUS, OH 43223

JOHN R. KASICH, GOVERNOR • JAMES G. BRADLEY, ORDC CHAIRMAN

May 5, 2011

Dear Commissioners:

Enclosed please find relevant information to the **Thursday, May 12, 2011** Commission Meeting. Minutes of the March 10, 2011 Commission Meeting are enclosed for your review.

This meeting will be held at the **Ohio Department of Transportation's Headquarters, 1980 West Broad Street, Columbus, Ohio, Room GA, Lower Level.** Standing Committees of the Commission will meet before the Commission Meeting. The Long-Term Strategy/Economic Development Committee Meeting will be held in Room 3D, the Human Resources Committee Meeting will be held in Room 3A and the Contract and Property Advisory Committee Meeting will be held in Room 3B at 10:00 a.m. The ORDC Commission meeting will begin promptly at 11:00 a.m.

If you haven't already done so, please contact Suzy Pettet to confirm your attendance. You may reach her at 614/728-9497 (telephone) or by e-mail at suzanne.pettet@dot.state.oh.us

We look forward to seeing you.

Sincerely,

James G. Bradley
Chairman

Enclosures

THE OHIO RAIL DEVELOPMENT COMMISSION
MEETING AGENDA
Thursday, May 12, 2011, 11:00 a.m.
Ohio Department of Transportation Headquarters
1980 West Broad Street, Room GA, Lower Level, Columbus, Ohio

CALL TO ORDER: James G. Bradley, Chairman
- Welcome
- Roll Call
- Approval of Minutes from March Meeting

EXECUTIVE DIRECTOR REPORT: Matt Dietrich

FINANCE REPORT: Megan McClory

APPROVED PROJECT BRIEFING
- NCI Building Systems Grant

ITEMS FOR APPROVAL
- Resolution 11-07: Jamen Corporation/Tri-Mor Corporation Loan for Cement Transload
- Resolution 11-08: City of Greenfield, Midland City to Greenfield Bridge Rehabilitation, Additional Grant Funding

2010 JOBS AND CARLOADS REPORT

REPORTS OF COMMITTEES
- Panhandle Long Term Lease
- Contract & Property Advisory
- Human Resources
- Long-Term Strategy/Economic Development

OLD BUSINESS

NEW BUSINESS

PUBLIC COMMENT

EXECUTIVE SESSION
- Sarah E. Hughes v. Ohio Rail Development Commission
- Ralph Van Hoose, Jr., Et Al. v. Ohio Rail Development Commission

ADJOURN

MINUTES OF THE OHIO RAIL DEVELOPMENT COMMISSION
REGULAR BI-MONTHLY MEETING
March 10, 2011

CALL TO ORDER

The meeting of the Ohio Rail Development Commission was called to order by Vice Chairman Tom McOwen at 11:12 a.m. on Thursday, March 10, 2011.

MEMBERS PRESENT

Members present included: Vice Chairman Tom McOwen, Commissioners Rob Greenlese, Bill Lozier, Greg Murphy, Larry Sowers, Barbara Hammontree-Bennett, Solomon Jackson, Ronald Rasmus, Herk Wolfe and William Murdock. Chairman Bradley was unable to attend. There were ten voting members present, therefore a quorum was obtained.

APPROVAL OF THE MINUTES OF THE JANUARY MEETING

Vice Chairman McOwen asked for a motion to approve the minutes of the January 2011 meeting. Commissioner Greenlese moved to approve the minutes and Commissioner Sowers seconded the motion. Roll call was taken. The minutes were approved as presented with ten votes in the affirmative.

EXECUTIVE DIRECTOR'S REPORT

Director Dietrich presented the Executive Director's Report, which can be found on page 11 of the commission packet. Director Dietrich reviewed the outstanding activities since the January meeting.

He said that as part of the TIGER grant for the National Gateway Project, ORDC and CSX have submitted performance measures to the US DOT for consideration. These measures will be used by the US DOT to determine the effectiveness of the project. These performance measures are based on the increased container volumes that result from the doublestack project. Mr. Tom Burns explained the basic measurements. The measurements would be based on how many containers there will be between North Baltimore and Chambersburg. He said the container counts will be the bottom line unit of measurement. Each measurement period will be based on before doublestack and after doublestack. Once the project is complete, the project will be monitored for three years. There will be environmental measures with the change in container counts between the two terminals. There will also be counts of average daily intermodal lifts at each terminal. Director Dietrich said that these measures have been accepted by the US DOT and we are awaiting the amendment to the agreement to incorporate them.

Director Dietrich said that ORDC, ODOT, and CSX have been working on the Rivers Corners Road Project. This project is one of the National Gateway projects.

Director Dietrich said Chairman Bradley did an outstanding job testifying before the House Finance Subcommittee for Transportation.

Director Dietrich said that staff is documenting the project development process for ORDC's grade crossing safety programs. The draft document was submitted to FHWA on February 4th.

The Crossbuck Assembly Program is in full swing. We have received 23 of the 37 agreements sent out. They are waiting to be executed.

Director Dietrich said that Alan Klodell will be reviewing our agreements to ensure that we are clear and concise regarding the responsibilities of all parties in the agreement. He also said our Fiscal and Safety staff are currently being trained and are working closely with ODOT's Planning and Fiscal staff to adapt and utilize the ELLIS project training system for our rail projects. Director Dietrich thanked Commissioner Murphy for ODOT's assistance. It has been a huge help and we should start seeing results soon.

FINANCE REPORT

Megan McClory, ORDC's Secretary-Treasurer, presented the Finance Report to the Commissioners, which can be found on page 13 of the commission packet. Ms. McClory gave an update of the current fiscal year budget. She said we received approval from the State Controlling Board to use the funds we received from Van Wert, as well as reallocating the remaining transload funds for the five projects that were approved at the January meeting.

Ms. McClory said we are about at the end of our project budget for 2011 unless OBM decides to release approximately $151,000 that has been withheld since the beginning of the fiscal year.

Ms. McClory said our 2012-2013 Budget that includes our Safety Funds and our Revolving Loan Funds was passed by the House Finance Committee on Tuesday. Ms. McClory believes the full floor vote is today. She assumes it will go to the Senate next week or the week after where we will give our testimony. Ms. McClory said the Governor will unveil his General Budget Fund on Tuesday. We will then know the final recommendation for our GRF Funding.

Ms. McClory said that we are continuing to work with ODOT and the Federal Highway Administration to administer the ARRA projects. We are moving along well on most of them.

Ms. McClory attended an inspection on Tuesday at the Parsons Street Overpass Project for NS. This project was one of five vertical impediments to the doublestack clearance between Columbus and Cincinnati. This project is now complete. We are continuing to move forward on the other 4 projects.

Ms. McClory said we have been talking with Chairman Bradley about giving our Commissioners an opportunity to go out and see some of the projects the commission has funded. We have been working with the Ohio-Kentucky-Indiana Council of Governments to host our July meeting. We are working with them, railroads, and other entities in the Cincinnati area to identify project sites we can tour.

Ms. McClory said our two Commission Retreats have been scheduled for 2011. The first one will be Thursday, April 14th at the Battelle-Darby Creek Metropark and the second one is scheduled for Thursday, October 6th at the Highbanks Metropark.

RESOLUTION 11-05 – I&ORY LANCASTER TO LOGAN LINE TRACK REHABILITATION PHASE II

Tom Burns presented the briefing found on page 19 of the commission packet. The Indiana & Ohio Railway requested a grant of $389,450 to pay 50% of the total cost of $778,900 for the rehabilitation of its 17.3 mile long Lancaster to Logan rail line. ORDC staff recommended that I&ORY perform the project over three years because of ORDC budget constraints. The I&ORY then split the project into three phases: Phase I, consisting of $300,000 of work presented in an

approved project briefing in January; Phase II, consisting of $350,000 of work; and Phase III, which consists of the remaining work. ORDC staff will develop two grant agreements with I&ORY. Phase I, for up to $150,000 based on a dollar for dollar matching basis; and Phase II, for up to $175,000 based on a dollar for dollar matching basis.

Commissioner Murdock made a motion to approve resolution 11-05. Commissioner Bennett seconded the motion. Roll call was taken with ten votes in the affirmative.

APPROVED PROJECT BRIEFING: DENNISON RAILROAD DEPOT MUSEUM ACCESSIBILITY – PLATFORM IMPROVEMENT REQUEST

Tom Burns presented the briefing found on page 22 of the commission packet. The Dennison Railroad Depot Museum has requested a grant of $18,000 to complete platform improvements and to purchase a lift to enable mobility impaired passengers to take part in the Polar Express Train Rides. Over the past twelve years, 90,800 passengers have ridden the train. Ms. Wendy Zucal with the Dennison Railroad Depot Museum was available to answer any questions. Ms. Zucal thanked the commission for their support. She also said that Len Wagner of Ohio Central said that last year's Polar Express was the best ever and the railroad actually had fun with the trips. She said the Polar Express operates 2 weekends a year and generates $1.2 million. Ms. Zucal said that safety is number one with the railroad. She said this year they had 30 wheelchairs. Len Wagner of Ohio Central said that the railroad is 100% in support of this project. He said it is very important for mobility impaired passengers to have the ability to ride the trains. It is important not to put the employees in harm's way that now help lift the passengers.

APPROVED PROJECT BRIEFING: CSX NATIONAL GATEWAY RIGHT-OF-WAY ACQUISITION FOR THE RIVER CORNERS ROAD-PAWNEE ROAD BRIDGE REPLACEMENT PROJECT

Megan McClory presented the briefing found on page 26 of the commission packet. The ORDC Staff requests approval to participate in a three-party agreement with CSX and ODOT to support right-of-way acquisition. This project is part of the CSX National Gateway and is funded by the State Logistics and Distribution Program at the Ohio Department of Development. Ms. McClory said we have been involved in the doublestack clearance of the corridor through Ohio. As CSX was developing the project, they realized there were significant modifications needed to the vertical profile of US224 in proximity to the bridge. There are some highway rights-of-way that need to be acquired. To keep things going smoothly and to ensure all federal requirements were met in the real estate acquisition, we developed an agreement that ODOT would take central role in the property acquisition. ORDC would assist in brokering the agreement and providing funding to ODOT to make those purchases. CSX would be providing full reimbursement to ORDC. Ms. McClory said the estimate of the total acquisitions of the properties is less than $50,000. She also said that the staff role for ORDC would be minor. Commissioner Lozier asked if we needed to enter into an agreement this way because ODOT doesn't have the same ability to enter into PPPs as ORDC. Director Dietrich said the original plan was for CSX to acquire the rights-of-way necessary to do this and then donate back to ODOT because of it being design build. It would be easier for ODOT to utilize their existing process and our flexibility in contracting can make it happen.

APPROVED PROJECT BRIEFING: U.S. STEEL LORAIN TUBULAR OPERATIONS YARD IMPROVEMENTS

Lou Jannazo presented the briefing. The United States Steel Corporation requested a grant of up to $100,000 for its Lorain Tubular Operations to facilitate an approximately $93 million expansion to temper and finish pipes. This expansion was stimulated by $1.1 million in DOD loans, grants, and job creation tax credits. Mr. Jannazo said that U.S. Steel needs money to improve the yard. This will generate 2,000 more carloads of activity and will help them stage cars more efficiently. John Suwak, with U.S. Steel was available to answer any questions. Vice Chairman McOwen asked Mr. Suwak to give a background on the U.S. Steel Lorain facility. Mr. Suwak said the plant has been in Lorain since 1903. The plant is a heat treat and finishing plant. The facility makes the pipe that is used for natural gas drilling. He said the existing railroad infrastructure is old and inadequate. This new facility will be Phase 1, and eventually there will be Phase 2 and Phase 3. Vice Chairman McOwen said he is really excited about the project. Mr. Suwak said the project is on 240 acres of land and will modify the existing railroad structure. It will help create 80 or 90 jobs. Commissioner Rasmus said he really favors the project, but he is concerned about if there will be 80 or 90 jobs created. Mr. Jannazo said the commitment would be 90.

RESOLUTION 11-06 – MODIFICATION OF COSHOCTON ETHANOL CARLOAD COMMITMENT

Director Dietrich said the complete Jobs and Carloads Report is found on pages 29 and 30 of the commission packet. We weren't prepared to ask for commission action until the May meeting. Director Dietrich said this report is to inform the commission so they could see the staff recommendations. One of the recommendations is Resolution 11-06, for the Coshocton Ethanol Rail Spur.

Lou Jannazo presented the briefing found on page 31of the commission packet. Mr. Jannazo said that in 2005, the commission approved a $250,000 grant to help defray $1.4 million in on site rail infrastructure costs. The original briefing is attached. The jobs created commitment was 41 and the carloads commitment was 2,500. In the beginning of 2008, the plant began producing ethanol. The corn prices increased greatly and in late 2008, the plant was down to a skeleton crew. Mr. Jannazo said they are going to reopen the plant and they would feel more comfortable with a reduced carload commitment of 1,250. He said 1,250 cars is still a big commitment. Director Dietrich sent a letter to Mark Kuzelka of Coshocton Ethanol on February 11th that is found on page 36 of the commission packet. Vice Chairman McOwen asked whether the improved process in production of ethanol is related to the reduction in carloads. Mr. Jannazo said that the local truck market with inbound corn is the main concern. Director Dietrich said that the plant has been closed and is trying to restart. He said we look at raw carloads and their commitment to create 41 jobs and their commitment of 1,250 carloads. Commissioner Jackson asked if the ORDC attempted to collect monies while the plant was idle. Director Dietrich said that we did not since they were still within the 3 year monitoring period. Commissioner Lozier asked why there was renewed optimism. Director Dietrich said that energy prices are up.

Commissioner Bennett made a motion to approve resolution 11-06. Commissioner Wolfe seconded the motion. Roll call was taken with ten votes in the affirmative.

REPORTS OF COMMITTEES

Panhandle Long Term Lease and Contract & Property Advisory Committee – Vice Chairman McOwen

Vice Chairman McOwen said that there is a consensus among the Panhandle Long Term Lease Committee that they are making significant progress on getting the lease completed with Ohio Central. They have turned over to staff the negotiation of points in the draft lease. Vice Chairman has the meeting minutes from the February 22nd meeting if anyone is interested in them.

Vice Chairman McOwen said that the Contract and Property Advisory Committee feels it is to the commission's advantage to have a written guideline. They discussed on February 22nd, that Lou Jannazo would put together a draft policy. Vice Chairman McOwen has a copy of the draft. The committee discussed the results of Mr. Jannazo's draft. They are very pleased and feel they are very close to what will be presented to the commission. Vice Chairman McOwen said if anyone would like to have any input, direct them to Mr. Jannazo.

Commissioner Bennett asked if there was a drop dead date on when the current lease expires. Director Dietrich said there are two dates. The bonds will be fully paid in April 2012. The existing lease expires June 30, 2012. Director Dietrich said the entire lease is based on bonds. Also, there are rights of renewal in the contract if Ohio Central meets their performance measures.

Human Resources Committee– Commissioner Jackson

Commissioner Jackson said there were three items on the agenda. One stemmed from the challenge of Chairman Bradley for the Human Resources Committee to look beyond the scope of just HR specifically. Part of that was the Jobs and Carloads Report in making sure we are tracking the jobs created and retained as a condition of receiving the funds from ORDC.

The second item was ORDC's flexibility in stepping up to being a grant administrator. We need to make sure in that effect that we capture some of the work of the staff. Both Commissioners Bennett and Lozier mentioned it at our last commission meeting.

The third item was continued dialogue on the questionnaire the staff is developing being sensitive to hearing the pulse of the staff.

Commissioner Sowers said he wants to be sure we are ascertaining information for the jobs created commitment with the grants. He said the new administration is very adamant of following money with jobs. He agrees with that. Commissioner Sowers requested a running view of jobs in the past. He would like the running view shared with the commissioners. Commissioner Sowers thinks it is good government because we are spending taxpayer's money.

Director Dietrich said that the Annual Jobs and Carloads Report shows what we contractually bind companies to do. He said at our next committee meeting, we can make a presentation on the contractual language and the procedures for monitoring the commitments.

Economic Development and Strategic Planning Committee – Commissioner Bennett

Commissioner Bennett said that they are working with our consultant to come up with a project analysis tool for when people come to us requesting funding. They have been taking a high level

view of the benefits tool calculator. From the last meeting until today, they have been going line by line through spreadsheets and processes. They met with Art Arnold, with the ORA, and asked him to distribute it to railroaders that would be affected by this in Ohio. They are now at a point to input a couple of projects that have already been approved to test within the next couple of months. They are waiting to get good input from railroad companies. Commissioner Bennett is hoping that at our next meeting, or the subsequent one after that, they will have a final recommendation to make to the full commission.

Commissioner Bennett said that the ORDC will have opportunities to work with the DOD to fit with their new priorities and their strategic plans.

Commissioner Bennett also said ODOT initiated and procured a consultant to conduct a freight study for the State of Ohio. The ORDC has done quite a bit of data mining information analysis for freight rail which will have a nice fit with the overall intermodal transportation system freight in the State of Ohio.

Commissioner Murphy said that their freight rail study is under contract and will be finished in 12-18 months. He said ODOT has been working with Nate Green at DOD. Director Kvamme has a return on investment calculator. Commissioner Murphy said that at ODOT, they are trying to use that model and blend it in with their TRAC process. Commissioner Murphy said ODOD is doing the same thing. Whatever money is invested they need to see where it goes and how Ohio benefits from it. Commissioner Bennett said that Return on Investment is the name of the game in the State of Ohio right now.

OLD BUSINESS
There was no old business to come before the Commission.

NEW BUSINESS
Commissioner Bennett said she had the opportunity to be the Keynote Speaker during Engineers Week in the Stark County area. Her topic was ORDC. She pulled a lot of facts and figures about where we are today and where we are going, and how we are a PPP. Her topic was well received. It enlightened everyone on how important the rail industry is to Ohio. She will be delivering the same topic at the Akron Society of Civil Engineers.

Vice Chairman McOwen said there will probably be a lot of people at the July 11th meeting in Cincinnati that will not be familiar with ORDC. It might be an interesting idea to have a background presentation as part of the commission meeting. The more word we can get out about our good work the better.

Commissioner Greenlese complimented the Staff and Chairman Bradley on the testimony given before the Transportation Subcommittee and Finance Appropriations. He was very impressed by the quality of the testimony. He thanks Chairman Bradley for giving the testimony and he thanked the staff for preparing it. Commissioner Greenlese said it was very professionally done.

PUBLIC COMMENT
Art Arnold of the Ohio Railroad Association echoed Commissioner Greenlese's comments concerning Chairman Bradley's and Director Dietrich's testimony. He said it was outstanding and was the best presentation the ORDC has had since he has been involved. He also said the

safety funds of the ODOT Budget Bill have seen increasing application and successful benefits to the citizens of the State of Ohio. He also said truck weights have again risen. He said this time it is the aggregate industry that is looking to expand truck weights without permits or increased payments to recognize road damage. He said that some of the 40,000+ carloads of aggregate that move by rail are at risk. Mr. Arnold said if anyone could offer any support to the rail industry by communicating with their local governments, ODOT, or members of the Senate would be appreciated. Mr. Arnold would be happy to talk to anyone after the meeting.

Commissioner Wolfe said that right now, 80,000# is the limit on the highway. He said the railroad is doing a marvelous job. There has been a lot of money spent on unloading facilities around the state. With increased weights, the road would not last.

Commissioner Murphy said that they would open their office to Art Arnold and Commissioner Wolfe to discuss this topic. He also said that ODOT is testifying next week.

Commissioner Sowers complimented Art Arnold on his Letter to the Editor on behalf of his association. He asked if he received a response. Mr. Arnold said a response was written. He is not sure if the person responding understood that he was talking about the overweight permitted roads.

Mr. Jack Shaner, Deputy Director of the Ohio Environmental Council, complimented our staff and Chairman and supported our budget testimony. He also joins Mr. Arnold in testifying against the weight limits. Director Dietrich thanked Mr. Shaner for his testimony and ODOT for the support we have received from them on the budget. Any comments, both pro and con, from our customers, the railroads and our grant recipients make everything more effective. Director Dietrich gave a general thanks to all.

Mr. Marty Pohland, with the Ohio Central, also thanked Mr. Arnold. He said rail is a self-sustaining transportation system. He said the industry needs to stay vigilant because this threat never goes away.

Commissioner Murphy left at 12:30 p.m.

EXECUTIVE SESSION

At 12:35 p.m. Commissioner Bennett made a motion to move to Executive Session to discuss *Sarah E. Hughes vs. Ohio Rail Development Commission.* Commissioner Jackson seconded the motion. Roll call was taken with nine votes in the affirmative.

Vice Chairman McOwen reconvened the meeting in open session at 1:23 p.m. Commissioner Lozier did not return to the meeting after Executive Session.

Commissioner Bennett made a motion, in the matter of *Hughes vs. ORDC*, to counteroffer the proposed settlement agreement and to enter into a modified settlement agreement that excludes any ORDC requirement for securing an easement or maintaining an easement. Commissioner Greenlese seconded the motion. Roll call was taken with eight votes in the affirmative.

ADJOURNMENT

Vice Chairman McOwen adjourned the meeting at 1:25 p.m.

TO: ORDC Commissioners

FROM: Matthew Dietrich

SUBJECT: May 2011 Executive Director's Report

This document reflects the accomplishments and highlights of the Ohio Rail Development Commission since the March Commission Meeting.

1. National Gateway Status:

    - The Performance Measures reported at the March meeting have been accepted by Office of Secretary of Transportation and the amendment incorporating these measurements into the Grant Agreement between ORDC and FHWA should be received for execution by all parties shortly. This marks the resolution of the last outstanding agreement-related issue.

    - The first TIGER-funded project along the corridor, an interlocking in Magnolia, West Virginia, started work on April 6th. The entire corridor is progressing at a rapid pace, with many of the Ohio projects in the late stages of plan review, if not further along.

    - The transfer of the administrative/oversight funds to FHWA-EFL from CSX (and through ORDC) has been successfully completed. These funds allow EFL to continue their exemplary work in helping manage a project of this size.

    - Reporting requirements for the first quarter of 2011 were completed in a timely fashion.

2. Safety Program Project Development Process: Staff has met and received comments from the Federal Highway Administration Ohio Division regarding the Warning Device Upgrades Project Development Process and Procedures that was presented to the Commission at the Retreat. The FHWA has requested that ORDC provide more detail at the program level as well as the project selection criteria used for each program.

3. Crossbuck Assembly Program: Work on the Crossbuck Assembly Program is advancing. Under this program approximately 4,280 non-standard crossing warning devices will be replaced with the new standard MUTCD compliant crossbucks. The railroads have completed the validation of their crossing database lists and have submitted "order forms" for the number of crossbuck signs needed. Of the 40 agreements with Ohio railroads and other entities, 37 have been executed and staff is working with the ODOT sign shop to begin filling orders and to coordinate deliveries of the signs to the ODOT districts. The first deliveries are expected in the third week of May.

4. State Rail Plan: Staff has provided feedback to our consultants regarding the project evaluation tool and the consultant has rolled all that data into a draft project application. ORDC has already identified railroads who have volunteered to test this application.

5. ORDC staff participated in the following activities since the March meeting.

   - Governor's Tour of the North Baltimore Intermodal Facility.
   - Panelist for the Sandusky County Economic Development Corporation Presentation – Planes, Trains & Automobiles – How Transportation Impacts Us Today.
   - Meeting with the Port of Cleveland and Freight Railroads on the planning and design of rail infrastructure at Port.
   - Presentation on ORDC freight and safety programs at Toledo's National Train Day.
   - Participated in ODOT's Leadership Retreat.
   - Participated in the Lucas County Engineer's Meeting regarding interim pedestrian safety measures for McCord Road.

MEMORANDUM

May 4, 2011

TO: ORDC Commissioners
FROM: Megan McClory
SUBJECT: Finance Report

Accomplishments and Highlights of the Finance Section from March 3, 2011 to May 4, 2011:

1. **Finance Reports.** Staff has prepared statements to reflect current outstanding loans, revenue collection, and project balances.

2. **FY 2011 Budget Update.** We have asked OBM to release the approximately $151,000 that has been withheld from the ORDC budget since the start of the fiscal year in July. We expect an answer at any time and if the funds are released, we will use the vast majority for project funding. Any projects that are funded will be within the existing signature authority of the Chairman and Executive Director, and staff will present them at the July Commission meeting. We are closely monitoring end-of-year expenditures in order to maximize our grants for this fiscal year.

3. **FY 2012-2013 Budget Update.** The Transportation Budget Bill (HB 114) has been signed by Governor Kasich. This bill included Grade Crossing Safety appropriations of $15.0 million and The Main Budget Bill (HB 153) is expected to be voted on by the House of Representatives on Thursday, May 5. This bill includes ORDC's General Revenue Fund appropriations, which we use for grants and for a portion of operating costs. The Governor recommended a funding level of $2.04 million in each fiscal year; the House Finance and Committee reduced the ORDC funding to an even $2.0 million per fiscal year. This is a reduction of about 12.6% ($287,500) per fiscal year from the current biennium. Chairman Bradley will testify to the Senate Finance Committee in support of ORDC's funding in HB 153 on Friday, May 6.

4. **ARRA Projects.** ORDC continues to work with ODOT and the Ohio Division of the Federal Highway Administration to administer approximately $70 million of Ohio's ARRA funds for rail-related projects. All projects have been authorized by the Federal Highway Administration for funding and are in various stages of preparation/bidding/construction/completion. *(Updates since the March report are italicized.)*

   Project Updates:
   - Camp Chase Bridge over West Broad Street (Columbus): Construction is complete.
   - Cleveland Commercial Railroad tie replacement: Construction is complete.
   - RJ Corman Western Ohio Lines tie replacement and surface reconstruction: Construction is under way.
   - City of Jackson rail line rehabilitation: Construction will restart in the spring.
   - Panhandle Rail Line rehabilitation: Construction is complete.
   - Heartland Corridor Extension to Cincinnati (NS): Construction is under way.
   - Wheeling & Lake Erie Railroad rehabilitation: *Construction is complete.*

- Airline Yard Intermodal Facility (NS): Construction is under way.
- West Central Ohio Port Authority (WESTCO) tie replacement, surface reconstruction, and bridge rehabilitation: *Construction is complete.*
- City of Medina rail line rehabilitation: *Project is expected to go to bid in late May, with bids due in June and construction starting in early July.*
- City of Youngstown/Brier Hill Industrial Park: *Project will be re-bid with construction intended to start in the summer. The project is expected to be advertised starting May 10.*
- Toledo Shipyard (Toledo/Lucas County Port Authority) Rail Spur: Construction is complete.
- General Cargo Facility 1 (Toledo/Lucas County Port Authority) Rail modernization: Construction is underway *and is scheduled for completion by May 15.*
- CSX National Gateway Vertical Clearances: In support of the National Gateway Initiative, there are four roadway bridges being replaced, one roadway bridge being removed, and two railroad interlockings being constructed. Construction contracts are moving forward. *Construction has started at the Park Street bridge removal site in Akron. Design has begun as part of the design-build project for Mud Lake Road in Medina County. Construction of the railroad interlockings at Kent and Ravenna is underway.*

ORDC - Loan Payback (Active Loans)
May 2, 2011

	Loans	FY 2011	FY 2012	FY 2013	FY 2014	FY 2015	FY 2016	FY 2017	App, Loan, Interest & Admin. Fees	Total Payments
FY03 Portage Cty Solid Wst Mgmt. *	$80,000	$9,622							***$3,279***	***$83,279***
*FY04 Columbiana County Port Authority **	*$2,098,047*	*$433,408*	*$216,704*						***$110,059***	***$2,208,105***
FY04 Maumee & Western *	$199,088	$29,502	$17,209						***$8,460***	***$207,548***
FY05 Seneca-Sandusky-Tiffin Port Auth**	$290,000	$10,203							***$16,267***	***$306,267***
FY05 Ashland RW (Mansfield Yard Rehab)**	$500,000	$8,911							***$41,285***	***$541,285***
FY05 I&O (Fulton County Processing, Ltd)**	$242,335	$8,780							***$24,266***	***$266,601***
FY07 Marion Industrial Center *	$273,000	$68,569	$68,569	$22,856					***$32,078***	***$305,078***
FY07 WESTCO *	$308,000	$50,026	$50,026	$50,026	$50,026	$25,013			***$35,760***	***$343,760***
FY08 WESTCO (Sugar Creek Bridge) *	$280,417	$41,885	$43,189	$43,189	$43,189	$43,189	$17,995		***$20,147***	***$300,565***
FY07 Village of Leipsic *	$825,000	$131,318	$135,713	$135,713	$135,713	$135,713	$67,857		***$52,702***	***$877,702***
FY09 Lancaster Port Authority *	$145,163	$49,743	$29,017						***$4,911***	***$150,074***
FY09 WESTCO (Springfield/WCH) *	$400,000	$57,143	$60,079	$60,345	$60,345	$60,345	$60,345	$5,029	***$20,513***	***$420,513***
FY09 Maumee & Western (HotStart) *	$90,000	$18,031	$18,397	$18,700	$18,700	$17,142			***$3,871***	***$93,871***
FY10 Deltech Polymer *	$337,457	$56,243	$70,015	$70,519	$70,519	$70,519	$11,753		***$15,986***	***$353,443***
FY10 Ashland Railway *	$280,000	$9,333	$56,419	$58,512	$58,512	$58,512	$48,760		***$13,349***	***$293,349***
FY06 Harrison Ethanol ***	$500,000									
FY06 Wheeling & Lake Erie ***	$150,000									
FY07 Wheeling & Lake Erie ***	$378,600									
FY08 MGQ, Inc. ***	$300,000									
FY08 City of Jackson ***	$300,000									
FY10 New Horizons Baking Company ***	$50,000									
	$8,027,107	**$982,717**	**$765,337**	**$459,862**	**$437,006**	**$410,434**	**$206,711**	**$5,029**	***$402,931***	***$6,751,439***

Loan Amount Received to Date: **$501,330**
Loan Balance Due: **$481,387**

*Loans Active
**Loans Paid Off
***Loans in Process

Revenue Received FY 2011
April 2011

Name	CT #	Invoice #	Reimbursements 7002/GRF	Reimbursements 4N4(53490)	Gas & Oil Leases, Royalties and Other - 4N4 (49995)	ORDC Loan Payment - 4N4 Fees (29991)	ORDC Loan Payment - 4N4 Princ. (79955)	ORDC Loan Payment - 4N4 Inter. (79956)	Running Total
Deltech Polymers	Electronic Transfer						5,624.28	0.00	558,079.0
Lancaster Port Auth	Electronic Transfer						4,054.26	91.01	562,224.3
MIC	Electronic Transfer						5,238.60	475.52	567,938.4
Maumee & Western (Rehab)	Electronic Transfer						2,417.87	40.60	570,396.9
Maumee & Western (HotStart)	Electronic Transfer						1,500.00	0.00	571,896.9
Village of Leipsic	Electronic Transfer						9,965.33	1,344.12	583,206.3
WESTCO #1 (bridge)	Electronic Transfer						3,435.55	733.28	587,375.2
WESTCO #2 (bridge)	Electronic Transfer						3,129.45	469.64	590,974.3
WESTCO #3 (rehab)	Electronic Transfer						4,761.90	0.00	595,736.2
WESTCO #1 (bridge)	Electronic Transfer			*Reissued ACH due to return*		208.44	3,406.13	762.70	600,113.4
WESTCO #2 (bridge)	Electronic Transfer			*in February for insufficient funds*		179.95	3,113.86	485.23	603,892.5
Genesee & Wyoming Inc.	74	Apex - February			7,490.00				611,382.5
Genesee & Wyoming Inc.	75	RA007211			2,500.00				613,882.5
Resource Energy	76				49.12				613,931.6
Ergon Oil Purchasing	77				40.10				613,971.7
Tennessee Gas Pipeline (renewal)	78	RA007111			15,407.11				629,378.8
Genesee & Wyoming Inc.	79	RA007711			2,500.00				631,878.8
Genesee & Wyoming Inc.	79	Apex - March			8,890.00				640,768.8
Geopetro (for Great Lakes Energy)	80	RA005311			250.00				641,018.8
CSX Transportation	81	RA006411		225,000.00					866,018.8
Evelyn Winkfield (jury duty fee)	82				10.00				866,028.8
Guernsey-Muskingum Electric	83	RA007511			250.00				866,278.8
AT & T	83	RA006611			500.00				866,778.8
Time Warner Cable	84	RA007611			265.23				867,044.0
American Rail Center	85	loan commit fee				5,000.00			872,044.0
A-Marathon Auto Care (Danny Kretzer)	86	RA0098-2810			250.00				872,294.0
Rail Staff (phone call reimbursement)	87		1.85						872,294.0
		Monthly Total	1.85	225,000.00	38,401.56	5,388.39	46,647.23	4,402.10	94,839.7
		Grand Total	1,076,999.08	225,020.15	180,703.15	13,188.39	429,604.83	23,777.56	872,294

OHIO RAIL DEVELOPMENT COMMISSION
APPROPRIATION LEDGER
For Month Ending April 30, 2011

FUND	SAC	FEDERAL STATE/OTHER	ORIGINAL APPROPRIATION	TRANSFERS	UNASSIGNED	ADJUSTED APPROPRIATION	OPEN ENCUMBRANCES	TOTAL DISBURSED	UNENCUMBERED BALANCE	PERCENT UNOBLIGATED	SAC DEFINITION
GRF	4FA5	STATE	1,535,897.00	(2,000.00)	139,627.00	1,394,270.00	907,964.65	149,535.35	336,770.00	24.15%	GRANT (ALL)
GRF	465M	STATE	46,200.00	4,000.00	4,200.00	46,000.00	4,790.18	39,691.35	1,518.47	3.30%	PERSONAL SERVICE/OTHER
GRF	4651	STATE	627,203.00	0.00	23,916.63	603,286.37	0.00	506,468.38	96,817.99	16.05%	PAYROLL
GRF	4652	STATE	78,650.00	(2,000.00)	7,150.00	69,500.00	0.00	14,255.32	55,244.68	79.49%	OFFICE EXPENSE
	FUND TOTAL		**2,287,950.00**	**0.00**	**174,893.63**	**2,113,056.37**	**912,754.83**	**709,950.40**	**490,351.14**	**23.21%**	**FUND TOTAL - GRF**
7002	4FN7	FEDERAL	1,282,800.00	4,442,640.61	0.00	5,725,440.61	361,842.26	7,931.42	5,355,666.93	93.54%	GRADE CROSSING PAVEMENT
7002	4FP7	FEDERAL	13,000,000.00	1,933,649.58	234,097.96	14,699,551.62	6,843,247.62	830,461.31	7,025,842.69	47.80%	GRADE CROSSING DEVICES
7002	4SP1	FEDERAL	717,200.00	15,000.00	28,108.87	704,091.13	0.00	578,359.63	125,731.50	17.86%	GRADE CROSSING SAFETY'S PAYROLL
7002	4SP2	FEDERAL		3,500.00		3,500.00	0.00	2,116.51	1,383.49	39.53%	GRADE CROSSING SAFETY'S TRAVEL
	FUND TOTAL		**15,000,000.00**	**6,394,790.19**	**262,206.83**	**21,132,583.36**	**7,205,089.88**	**1,418,868.87**	**12,508,624.61**	**59.19%**	**FUND TOTAL - 7002**
3B90	8FB5	FEDERAL	0.00	971,450.00	0.00	971,450.00	735,000.00	0.00	236,450.00	24.34%	FEDERAL RAIL - SUBSIDY
	FUND TOTAL		**0.00**	**971,450.00**	**0.00**	**971,450.00**	**735,000.00**	**0.00**	**236,450.00**	**24.34%**	**FUND TOTAL - 3B90**
4N40	6FC5	OTHER	0.00	1,125,000.00	0.00	1,125,000.00	1,125,000.00	0.00	0.00	0.00%	RAIL TRAN - GRANTS
4N40	6FC7	OTHER	0.00	54,408.68	0.00	54,408.68	49,409.00	0.00	4,999.68	9.19%	RAIL TRAN - OTHER ASSISTANCE
4N40	6FC9	OTHER	1,905,600.00	(54,408.68)	0.00	1,851,191.32	250,000.00	0.00	1,601,191.32	86.50%	RAIL TRAN - LOANS
4N40	6FD9	STATE	764,300.00	0.00	0.00	764,300.00	0.00	0.00	764,300.00	100.00%	PANHANDLE LEASE PAYMENT
4N40	6111	STATE	205,900.00	0.00	7,754.69	198,145.31	0.00	165,820.12	32,325.19	16.31%	PAYROLL(PROPERTY MGNT)
	FUND TOTAL		**2,875,800.00**	**1,125,000.00**	**7,754.69**	**3,993,045.31**	**1,424,409.00**	**165,820.12**	**2,402,816.19**	**60.18%**	**TOTAL - OTHER ASSISTANCE**
5CF0	6TL5	OTHER	0.00	85,000.00	0.00	85,000.00	0.00	0.00	85,000.00	100.00%	TRANSLOAD FUND
	FUND TOTAL		**0.00**	**85,000.00**	**0.00**	**85,000.00**	**0.00**	**0.00**	**85,000.00**	**100.00%**	**FUND TOTAL - 5CF0**
	GRAND TOTAL		**20,163,750.00**	**8,576,240.19**	**444,855.15**	**28,295,135.04**	**10,277,253.71**	**2,294,639.39**	**15,723,241.94**	**55.57%**	

OHIO RAIL DEVELOPMENT COMMISSION: May 2011 Finance Report (FY 2011)

GRF APPROPRIATION AVAILABLE FOR PROJECTS		
GRF APPROPRIATION FOR PROJECTS		1,390,000
LESS: BUDGET REDUCTION (net)		
LESS: PROJECTS ENCUMBERED or DISBURSED		
Maumee & Western	227,500	
Lancaster Port Authority Transload on I&ORY*	18,600	
City of Greenfield Midland City to Greenfield Line	130,000	
I&O Midland Sub Phase III	200,000	
Novotec Rail Spur	50,000	
RJ Corman Western Ohio Lines Bridge and Track Wk	200,000	
International Technical Coatings (ITC)	125,000	
LESS: PROJECTS APPROVED BUT NOT ENCUMBERED		
I&O Lancaster to Logan Phase I (portion)	38,552	
Dennison Depot	18,000	
I&O Lancaster to Logan Phase II	175,000	
United States Steel, Lorain Tubular Operation	100,000	
LESS: PROPOSED GRF COMMITMENTS FOR FY 2011		
NCI	75,000	
City of Greenfield Bridge Repairs (Additional)	32,348	
TOTAL	*1,390,000*	*-1,390,000*
BALANCE OF GRF APPROPRIATION FOR PROJECTS		***0***

**The balance of the Lancaster Port Authority Transload will be encumbered in the transload fund.*

VAN WERT SALVAGE FUNDS AVAILABLE FOR PROJECTS		***971,448***
LESS: PROJECTS ENCUMBERED or DISBURSED		
Van Wert Scott Equity Rehab/Job Ready Site	500,000	
City of Greenfield Bridge Repairs	235,000	
LESS: PROJECTS APPROVED BUT NOT ENCUMBERED		
I&O Lancaster to Logan Phase I (portion)	111,448	
ACJ RR Emergency Bridge Repairs	125,000	
TOTAL	*971,448*	

RAIL DEVELOPMENT FUND 4N40 - REVOLVING LOAN FUND	Uses of funds	Spending Authority	Cash
Cash Balance as of 5/4/2011			5,972,853
LESS: OPEN ENCUMBRANCES	2,007,038		
LESS: PANHANDLE RESERVE FUND	764,300		
TOTAL	*2,771,338*		*-2,771,338*
FISCAL YEAR 2011 APPROPRIATION		2,111,500	
PLUS: APPROPRIATION INCREASE BY CONTROLLING BOARD		1,125,000	
LESS: PAYROLL FROM LOAN AND LICENSE FEES (Budgetec	205,900		
LESS: PROJECTS ENCUMBERED or DISBURSED			
MPR	250,000		
National Gateway Admin to Eastern Federal Lands	1,125,000		
River Corners-Pawnee Rd Acquisition (National Gateway	50,000		
LESS: PROJECTS APPROVED BUT NOT ENCUMBERED			
D&L Energy Rail Spur	163,000		
Hardin Rail Logistics Center	500,000		
Novotec Rail Spur	100,000		
Cleveland Commercial Transload	85,000		
LESS: PROPOSED COMMITMENTS FOR FY 2011			
TOTAL	*2,478,900*	*-2,478,900*	*-3,236,500*
APPROPRIATION BALANCE OF FUND 4N40 AVAILABLE FOR PROJECTS		***757,600***	
ADDITIONAL CASH BALANCE OF FUND 4N40 AVAILABLE*			***-34,985***

**Funding projects beyond the appropriation balance would require Controlling Board approval.*

FY 2011 Project Balance Summary	
Remaining GRF Appropriation for Projects	0
Remaining 4N40 Appropriation for Projects	757,600
Balance of ORDC Appropriations for Projects	**757,600**

APPROVED PROJECT BRIEFING:
NCI GROUP, INC /METAL COATERS
MIDDLETOWN, OHIO RAIL SPUR

May 5, 2011

Project Costs			Project Benefits
CSX Turn Out	**up to**	**$200,000**	**NCI Invests $12.7 million on Brownfield Site**
New Rail Spur	**up to**	**$700,000**	**NCI Creates 74 Jobs**
			NCI Generates 500 to 1,000 New Carloads a Yr.

INTRODUCTION: ORDC's Executive Director and Chair approved a grant of $75,000 to NCI Group, Inc. d.b.a Metal Coaters (NCI) to be applied toward the cost of a new CSX turnout, and/or a new rail spur for a new NCI coil coating operation in Middletown.

BACKGROUND: NCI has 32 facilities serving the non-residential construction materials market. There are three major areas of NCI business, pre-engineered building components, metal components, and coil coating. NCI currently operates 5 coil coating facilities in the US. It will add a 6th such facility in Middletown.

ORDC's Executive Director provided a commitment letter to NCI in May, 2010 for $75,000 in grant funding. At the time, NCI was considering the Middletown site as well as sites in other states. After purchasing an existing building in Middletown in June, 2010, NCI put plans to develop the Middletown project on hold for a year because of the economic downturn. In late April, ORDC was notified that the project was back on track.

NCI's building in Middletown is 170,000 sq. ft. and sits on 21 acres next to CSX' Linn Yard. An aerial photo of the plant is included as Exhibit "A". The plant was formerly a metal finishing plant (Pre Finish Metals) and NCI will use some of the paint line equipment in the building for its metal coating processes. NCI will paint light gauge steel coils for customers in the non-residential construction, lighting, HVAC, appliance, and other industries. Most coils would come in via rail. Expected rail use is approximately 500 to 1,000 cars a year. The capacity of the plant will be 200,000 tons a year.

NCI has invested $1.6 million to purchase the land and building, and $3.5 million to purchase the machinery and equipment. By the early part of 2013, NCI will invest approximately $6.9 million on new equipment and equipment upgrades, plus $0.7 million on the rail spur. The plant is scheduled to be in production by the first quarter of 2013. The plant will employ 20 people in management and 54 people at an hourly wage ($17.68 an hour plus benefits).

PROJECT DESCRIPTION: NCI estimates that it will need a two track spur to serve its needs. Total on site rail will be approximately 2,000 ft. In addition, a new turnout from a CSX branchline will be needed. The final designs are yet to be determined. The cost estimates below are from a year ago from CSX and a railroad engineering consultant.

Rail Project Cost Estimates

CSX Turnout and 150 ft. of Track	**$200,000**
Construct #8 Turnout & 100 ft. of Track	**$35,000**
Construct Track #1, 1,232 ft.	**$160,160**
Construct Track #2, 646 ft.	**$83,980**
Derails	**$31,000**
Compromise Joints	**$800**
Grading, Excavation, and Drainage	**$349,150**
Field Engineering	**$15,340**
Mobilization	**$3,000**
TOTAL	$878,430

A preliminary plan of the required spur is included as Exhibit "B". NCI will own and maintain the spur. CSX will own and maintain the turnout and 150 ft. of track on CSX property.

WHY ORDC FUNDING IS NEEDED: ORDC's grant offer initially was needed because Ohio was competing with two other states for the project (Indiana & Pennsylvania). After the recent business downturn, ORDC's grant helps NCI to meet it needs for return on investment to make the project possible.

PROJECT BENEFITS:

- The NCI project reuses a brownfield building as well as some existing equipment for a new purpose.
- $10.4 million investment in equipment and machinery.
- 74 new Ohio jobs; hourly workers average $17.68/hr. with benefits.
- 500 to 1,000 cars of new rail traffic a year within three years of project completion.

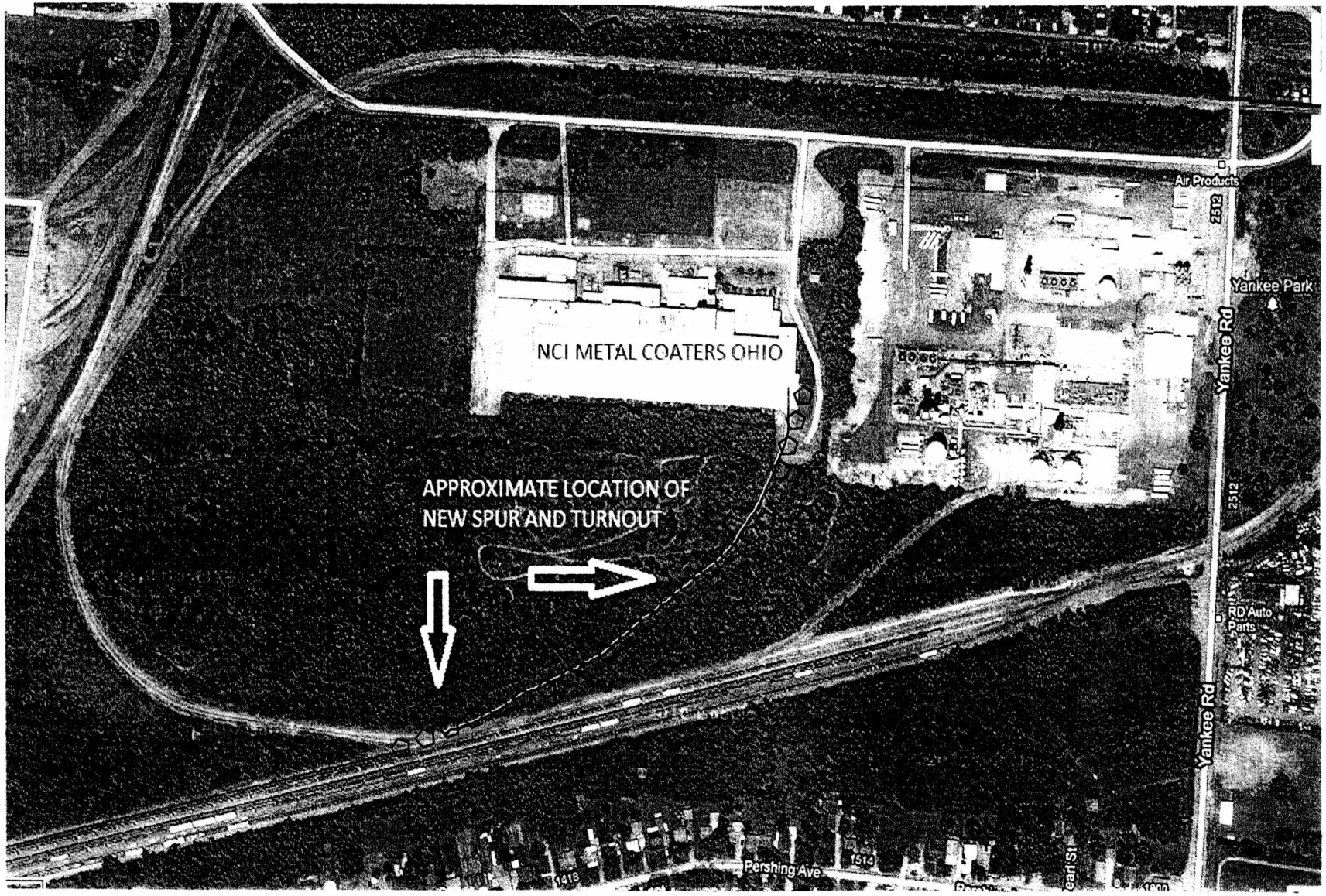
OTHER CONTRIBUTIONS

- ODOD is providing a $100,000 grant to go toward rail costs as well as a 50% Job Creation Tax Credit worth about $197,000.
- Middletown is providing Enterprise Zone tax abatements and a local job creation grant.
- CSX is providing a rate rebate to cover some of the rail costs.

SPECIAL CONTINGENCIES: ORDC'S grant agreement will require that 74 new jobs and 500 carloads of rail traffic a year are generated by the project within three years of the start-up of operations.

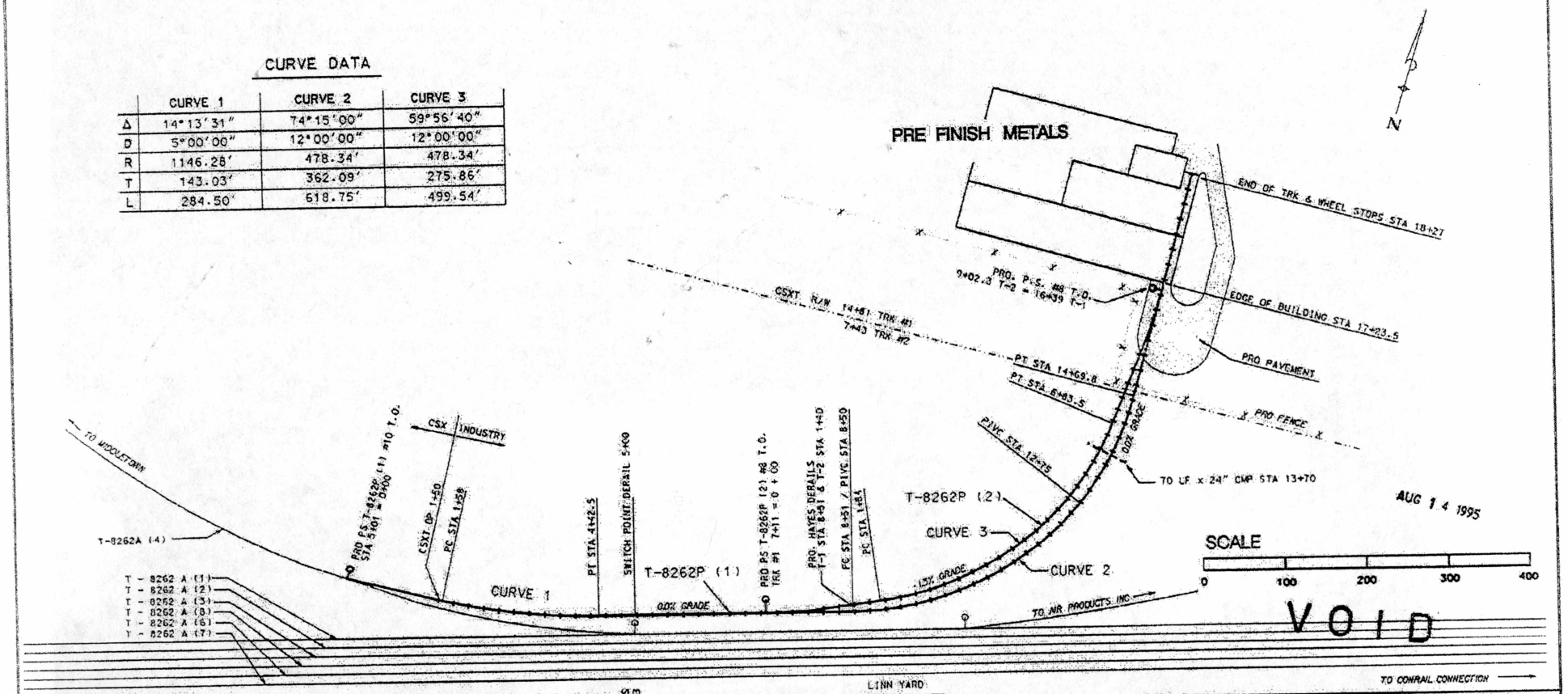
w:NCIMetalCoaters

NCI METAL COATERS OHIO SITE



CURVE DATA

	CURVE 1	CURVE 2	CURVE 3
Δ	14°13'31"	74°15'00"	59°56'40"
D	5°00'00"	12°00'00"	12°00'00"
R	1146.28'	478.34'	478.34'
T	143.03'	362.09'	275.86'
L	284.50'	618.75'	499.54'


PRE FINISH METALS
N
END OF TRK & WHEEL STOPS STA 18+27
EDGE OF BUILDING STA 17+23.5
PRO PAVEMENT
PRO FENCE
PRO. P.S. #8 T.O. 9+02.8 T-2 = 16+39 T-1
CSXT R/W 14+81 TRK #1 7+43 TRK #2
PT STA 14+69.8
PT STA 6+83.5
PVC STA 12+75
DDR GRADE
70 LF x 24" CMP STA 13+70
AUG 14 1995
SCALE
0 100 200 300 400
VOID
TO MIDDLETOWN
T-8262A (4)
T - 8262 A (1)
T - 8262 A (2)
T - 8262 A (3)
T - 8262 A (5)
T - 8262 A (6)
T - 8262 A (7)
PRO P.S. T-8262P (1) #10 T.O. STA 5+01 = 0+00
CSX / INDUSTRY
CSXT OP 1+50
PC STA 1+58
PT STA 4+52.5
SWITCH POINT DERAIL 5+00
T-8262P (1)
CURVE 1
60% GRADE
PRO P.S. T-8262P (2) #8 T.O. TRK #1 7+11 = 0+00
PRO. HAYES DERAILS T-1 STA 8+81 & T-2 STA 11+10
PC STA 8+51 / PVC STA 8+50
PC STA 11+84
T-8262P (2)
CURVE 3
CURVE 2
.15% GRADE
TO NR PRODUCTS INC.
TO CONRAIL CONNECTION
TO MAIN LINE / CINCINNATI
1697' TO MAIN LINE P.S. THEN 3580' SOUTH TO MILEPOST BED 11
EX P.S. T-8262A (4) STA 33+74.7 = 0+00
LINN YARD

LEGEND

EXISTING CSXT TRACKAGE

CSXT TO CONSTRUCT, OWN, AND MAINTAIN
- T-8262P (1) 150 TF INCL 1 #10 T.O.

INDUSTRY TO CONSTRUCT, OWN, AND MAINTAIN
- T-8262P (1) 1677 TF (INCLUDES 1331 TF ON CSXT PROPERTY)
- T-8262P (2) 902 TF INCL 2 # 8 T.O.'S (INCLUDES 743 TF ON CSXT PROPERTY)

TOTAL T-8262P (1) 1827 TF INCL 1 # 10 T.O.
T-8262P (2) 902 TF INCL 2 # 8 T.O.'S

CSX TRANSPORTATION
ENGINEERING DEPARTMENT
DESIGN & CONSTRUCTION
CINCINNATI DISTRICT

REVISIONS	PROPOSED TRACKAGE TO SERVE PRE FINISH METALS
8/10/95 DDB	MIDDLETOWN
	BUTLER COUNTY OHIO
	LOUISVILLE DIV. CINTI. TERM. S.D.

SCALE: AS SHOWN
DATE: 1/25/95
DRAWN: GLC
CHECKED: DDB
FILE:

VAL. SEC. V - 103.1 / 6 a

DRAWING NO. C-950017

C950017.DGN

OHIO RAIL DEVELOPMENT COMMISSION

1980 WEST BROAD STREET • COLUMBUS, OH 43223

JOHN R. KASICH, GOVERNOR • JAMES G. BRADLEY, ORDC CHAIRMAN

May 5, 2011

Pursuant to Ohio Rail Development Commission Resolution 99-15 "Spending and Signatory Guidelines," the undersigned hereby approves of the project described in the Approved Project Briefing entitled **NCI GROUP, INC /METAL COATERS MIDDLETOWN, OHIO RAIL SPUR** and dated May 5, 2011 as described in that briefing.

Matthew R. Dietrich
Executive Director

WWW.RAIL.OHIO.GOV • TELEPHONE: 614-644-0306 • FAX: 614-728-4520

ORDC IS AN EQUAL OPPORTUNITY EMPLOYER AND PROVIDER OF SERVICES

AMENDED PROJECT BRIEFING:
JAMEN CORPORATION/TRI-MOR CORPORATION LOAN FOR RE-INSTALLATION OF AN NS MAINLINE TURNOUT/CEMENT TRANSLOAD

May 10, 2011

Project Costs			Project Benefits
Jamen Unloader	***up to***	***$95,000***	**Competitive Benefits of New Cement Transload**
Mean J Truck Fleet		**$500,000**	**Jamen Creates 4 Transload Jobs**
NS Turnout		***$205,000***	**Mean J Trucking Creates 10 Trucking Jobs**
Spur Rehabilitation		**$50,000**	**300 to 500 New Rail Cars a Year**

INTRODUCTION: Jamen Corporation requests a loan of up to $350,000 to reinstall a turnout along the NS Cleveland to Pittsburgh mainline in Macedonia, to repair an existing Jamen rail spur, ***and to purchase a portable rail car unloader***. The rail spur ***and unloader*** project is part of an approximately ***$850,000*** project to establish a cement transload that would serve the Greater Cleveland area. ORDC Staff requests that the Executive Director be empowered to establish final terms and collateral for the loan. ***The changes from the May 5, 2011 Project Briefing originally included in the Commissioners' packets and this May 10, 2011 Amended Project Briefing are boldfaced, italicized, and underlined.***

BACKGROUND: ***This amended briefing results from project refinements in the last week. NS recently provided the final cost for its turnout. The final cost is $205,000, much less than the original estimate of $300,000 as reported in the May 5 briefing. After the NS provided its final price, Jamen requested that the rail unloader be added to the ORDC project and Staff agreed it was an appropriate addition. Upon further investigation, Jamen will be able to acquire a rail unloader for under $95,000, much less than the $150,000 estimate in the May 5 briefing.***

The Tri-Mor Corporation, a privately owned corporation established in 1993, is a general contractor specializing in soil stabilization, road building, and other concrete related construction projects. Tri-mor has extensive experience in transloading aggregate (limestone) at various Ohio locations which it established and subsequently divested. Tri-mor currently has a variety of associated business subsidiaries including Summit Crushed Stone, Mean J Trucking, and Jamen Holding Company. These operations support a variety of construction related activities. In all, the related companies employ about 150 people during construction season.

Jamen recently acquired a 54 acre site in Macedonia that is currently used to recycle asphalt and concrete. A truck scale is available on site. The site has an approximately 3,000 foot rail spur but the turnout on the Norfolk Southern Pittsburgh to Cleveland mainline to the spur was taken out before Jamen purchased the property. An aerial photograph of the site is included herein as Exhibit "A". A diagram of the Jamen track is included as Exhibit "B".

The Cleveland area is primarily served by three cement companies at present, LaFarge, Essroc, and Cemex, all of which have water ports for receiving bulk inbound cement shipments. Tri-mor is working with Holcim Cement to improve Tri-mor's access to cement in the Greater Cleveland area. Holcim currently has a small distribution facility in the Cleveland area in Independence served by CSX but this facility is at capacity. Holcim is looking to expand its reach in the Cleveland area. In addition to using cement products itself, Tri-mor plans to distribute ready mix cement to other companies including Osborn and Medina Supply. The developing Tri-mor – Holcim partnership would call for Tri-mor to distribute cement product to any Holcim customer. Holcim projects that it will generate 300 to 500 cars a year of cement for the proposed transload within a year after operations begin.

PROJECT DESCRIPTION: To initiate a cement transload, Jamen needs to pay NS to install a new mainline switch. NS was ready to install the switch about a year ago, had provided a cost estimate, and had obtained the requisite clearances to initiate the project, but the economic downturn caused the project to be delayed. NS had already built the needed turnout and delivered it to the site so the turnout is at the site ready to be installed. Other rail work required is minor repairs to the existing spur track. Jamen will also need to acquire 10 used trucks to distribute the dry cement product and to install an unloader for transferring cement from rail cars to trucks. ***An estimate for the rail unloader is included herein as Exhibit "C".*** Eventually, Jamen plans to store concrete in silos. Here are the estimated costs for the project:

Estimated Project Costs

NS Installation of New Turnout	***$205,000***
Private Contractor Rehabilitation of Spur	**$50,000**
Jamen Purchase of 10 Used Trucks	**$500,000**
Jamen Purchase of Rail Unloader	***$95,000***
TOTAL	***$850,000***

Jamen owns most of the rail spur but it leases the first 600 ft. from NS. Jamen will continue to lease and own the rail spur and will be responsible for its maintenance. NS will own and maintain the rail turnout ***and the rail unloader***.

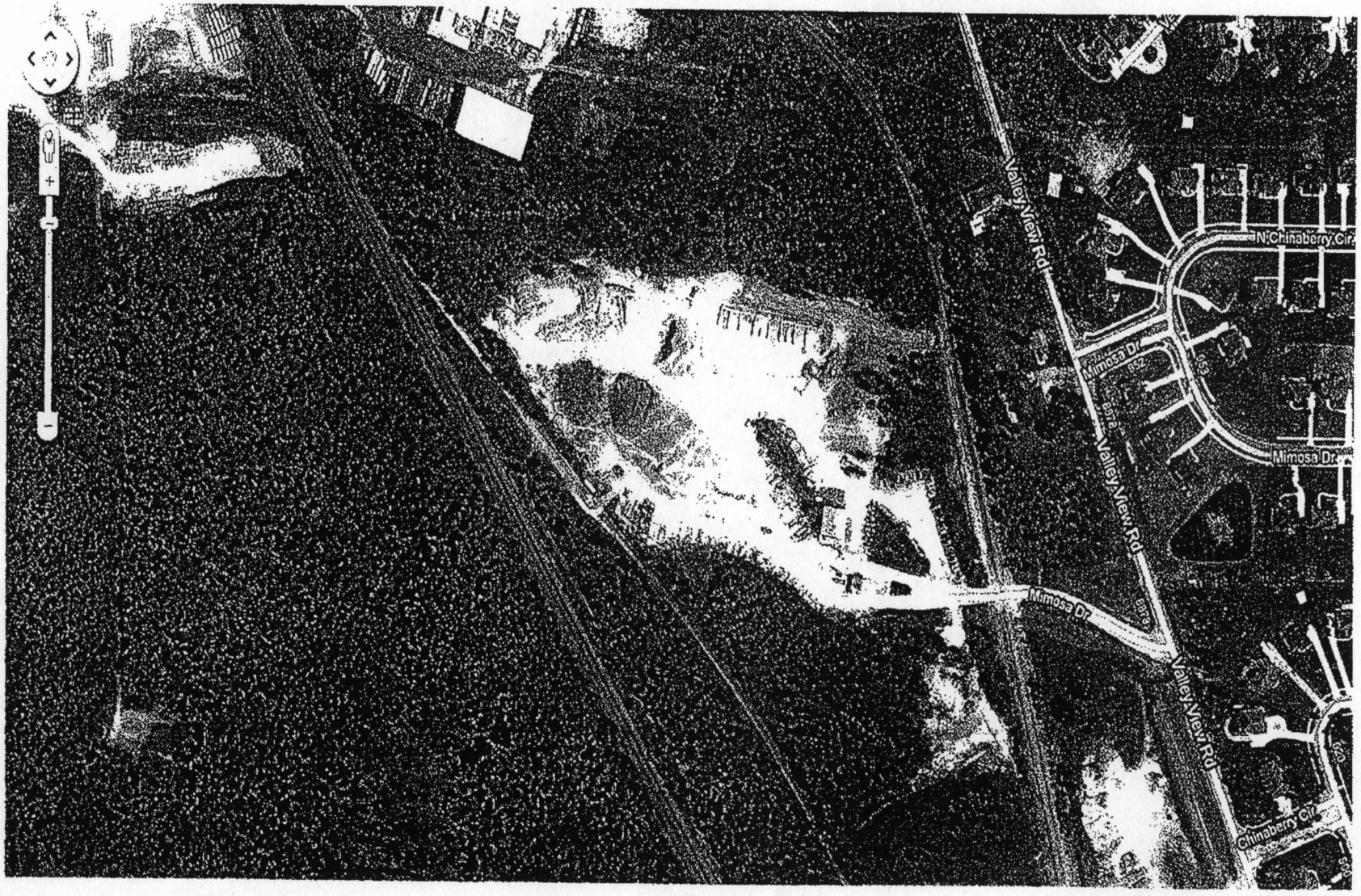
WHY ORDC FUNDING IS NEEDED: Jamen and Tri-mor have limited ability to procure loan financing. ORDC's loan will enable the project to proceed.

PROJECT BENEFITS

- Jamen will create 4 or 5 jobs for the operation of the transload.
- Mean J Trucking will create about 10 jobs to distribute cement to local customers.
- The rail transload of 30,000 to 50,000 (or more) tons of cement annually will increase competition in the Cleveland area cement market which should work to keep the cement prices down for public and private construction projects.

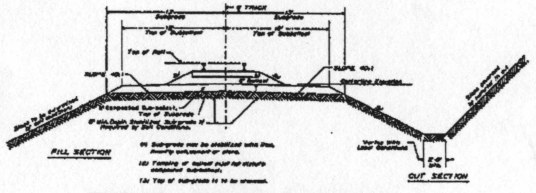
OTHER CONTRIBUTIONS: Jamen and/or Tri-mor will provide approximately ***$500,000*** in funding and will be responsible for any rail cost overruns.

Jamen Holding Company Transload Site



"A"

"B"



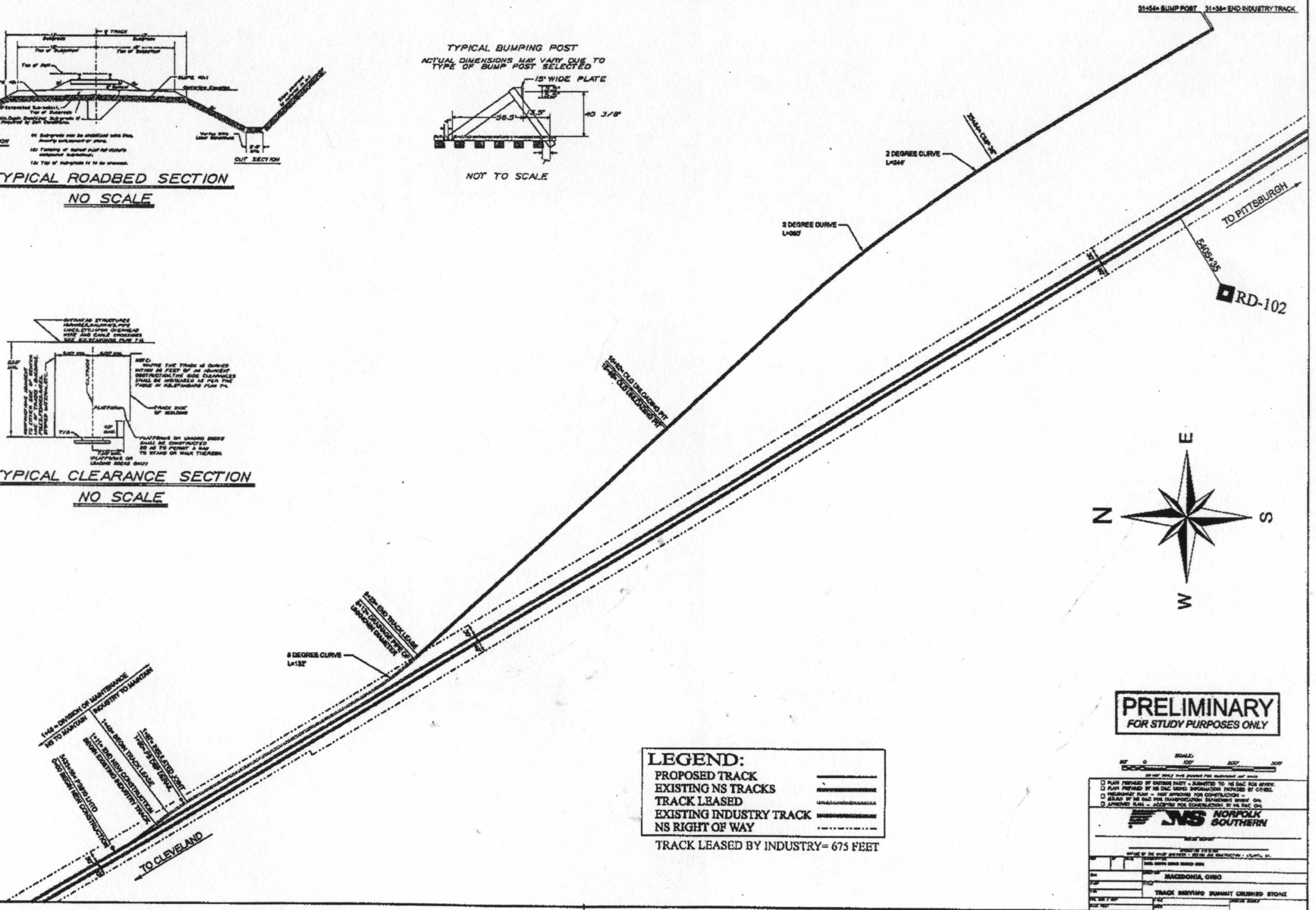
TYPICAL ROADBED SECTION

NO SCALE

NOT TO SCALE

TYPICAL CLEARANCE SECTION

NO SCALE



LEGEND:

- PROPOSED TRACK
- EXISTING NS TRACKS
- TRACK LEASED
- EXISTING INDUSTRY TRACK
- NS RIGHT OF WAY

TRACK LEASED BY INDUSTRY= 675 FEET

PRELIMINARY

FOR STUDY PURPOSES ONLY

NORFOLK SOUTHERN

MACEDONIA, OHIO

TRACK SERVING SUMMIT CRUSHED STONE

"C"

RAIL BARGE TRUCK SERVICES, INC.

PORTABLE DRAG A FLIGHT
MODEL 3625
FEATURE SHEET

MODEL 3625 (UNIT WEIGHT 22,000 LBS.) **$86,000.00**
FOB ELIZABETHTOWN, KY

STANDARD EQUIPMENT:

- FOUR WHEEL STEERING / TWO WHEEL DRIVE
- FULLY ENCLOSED TROUGH
- 600 CFM DUST COLLECTOR w/ AUTOMATIC SHAKER (RATED @ 99% @ 1 MICRON)
- TRUCK LOAD OUT SPOUT
- CAR ADAPTER FOR DIFFERENT STYLE RAILCARS
- ONE MAN OPERATION
- LOCALIZED LIGHTING
- MILD STEEL CONSTRUCTION / PAINTED w/ POLYURETHANE PAINT
- DRAG FLOORS CONSTRUCTED FROM ABRASION RESISTANT PLATE
- DUAL HEAVY DUTY CHAINS
- HEAVY DUTY BEARINGS
- 440V / 220V 3 PHASE POWER 65 AMPS / 130 AMPS
- SHIPS LEGAL ON DETACHABLE GOOSENECK TRAILER (EXTENDED UNITS REQUIRE PERMITS)

OPTIONAL EQUIPMENT:
(QUOTED SEPARATELY)

• DIESEL POWER (60 HP 4CYL) *	$12,000.00
• FOUR WHEEL DRIVE *	$4,200.00
• STAINLESS STEEL DUST COLLECTOR	$6,500.00
• HYDRAULIC VIBRATOR	$1,500.00
• 1200 CFM DUST COLLECTOR w/ AIR PURGE *	$5,400.00
• 37CFM HYDRAULICALLY DRIVEN AIR COMPRESSOR *	$9,000.00
• IMPACT SCALE w/ +/- 2% ACCURACY *	$9,800.00
• NON IMPACT AIR VIBRATOR (WEIGHS 25 lbs.) *	$5,950.00
• HYDRAULIC GATE OPENER	$6,500.00
• ALUMINUM WALKWAY	$6,800.00
• FOAM FILLED TIRES	$950.00

*DENOTES TYPICAL CONFIGURATION TO HANDLE FLYASH

CAPACITY:

- MODEL 3625 = 80 TO 100 TPH
- BASED ON 80# PER CUBIC FOOT OF MATERIAL
- PRODUCT FLOW ABILITY AND RAILCAR CONFIGURATION MAY AFFECT ACTUAL RATES

TYPICAL SERVICE:

- FLYASH AND SIMILAR FINE MATERIALS

RENTAL RATES: (DIESEL POWERED) MODEL 3625 $6,950.00 / MONTH
FOB ELIZABETHTOWN, KY

ALL PRICES SUBJECT TO CHANGE WITHOUT NOTICE
CONTACT RBT SERVICES, INC. TO CONFIRM PRICING

REV DATE: 04/12/11

218 CORPORATE DRIVE • ELIZABETHTOWN, KY 42701
PHONE: (270) 763-6649 • FAX: (270) 763-6653 • WWW.RBTSI.COM

RESOLUTION 11-07

RE: JAMEN CORPORATION LOAN FOR RE-INSTALLATION OF A NS MAINLINE TURNOUT/CEMENT TRANSLOAD PROJECT LOAN

A RESOLUTION DETERMINING THE APPROPRIATENESS OF ASSISTANCE PROPOSED TO BE PROVIDED TO JAMEN CORPORATION UNDER CHAPTER 4981 OF THE OHIO REVISED CODE.

WHEREAS, this Commission as the Ohio Rail Development Commission (ORDC) created by Chapter 4981 of the Ohio Revised Code, has the responsibility of reviewing and making recommendations to ORDC staff with respect to the assistance under Chapter 4981 of the Ohio Revised Code (the Act) proposed to be provided; and

WHEREAS, the ORDC has under consideration the provision of assistance under the Act to Jamen Corporation (the Company); and

WHEREAS, the ORDC staff has submitted to this ORDC a Request for Assistance submitted by the Company; the determination of the Executive Director of the ORDC and the facts upon which such determination is based, that the proposed assistance will conform to the requirements of the Act and the terms of the proposed assistance; and

WHEREAS, the ORDC has reviewed such submissions and discussed them with the Executive Director and staff of the ORDC the proposed assistance; and

WHEREAS, on the basis of such review and discussions, the ORDC has determined that the provision of assistance to the Company, as set forth in the ORDC staff's submissions, is appropriate.

NOW, THEREFORE, BE IT RESOLVED by the ORDC of the State of Ohio:

Section 1. That the ORDC determines that the assistance proposed to be provided under the Act to assist the Company with the Rail Service Project (as defined below) is appropriate.

Section 2. That the ORDC approves the proposed assistance to the Company, the nature, amount and terms of which are summarized in Exhibit A attached hereto.

Moved By
Seconded By

Upon roll call, the vote resulted as follows:

James G. Bradley, Chairman	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Thomas McOwen	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Greg Murphy for Jerry Wray	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Barbara Hammontree Bennett	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Robert Greenlese	____	yes	_____	no	_____	absent	_____	abstained	____ recused
_____ for James Leftwich	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Solomon Jackson	____	yes	_____	no	_____	absent	_____	abstained	____ recused
William Lozier	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Ronald C. Rasmus	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Larry Sowers	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Herk Wolfe	____	yes	_____	no	_____	absent	_____	abstained	____ recused

ORDC ACTION: Motion approved Other action
Motion denied Date 5/12/2011

CERTIFICATE

I, the undersigned Chair of the ORDC, hereby certify that the foregoing is a true and correct record of the resolution of said ORDC.

_____ 5/12/2011
James G. Bradley, Chair Date

EXHIBIT A

A loan in an amount of up to Three Hundred Fifty Thousand Dollars ($350,000) (the "ORDC Loan") to reinstall a turnout along the NS Cleveland to Pittsburgh mainline, to repair an existing Company rail spur, to purchase a rail unloader, and other related work located in the City of Macedonia in Summit County ("Rail Service Project"). The terms of the ORDC Loan shall be determined by the Executive Director of ORDC.

The ORDC Grant and Loan are subject to the following condition:

1 The Company must meet all standard ORDC program requirements, including any applicable prevailing wage provisions, in expending the ORDC Loan.

2 The Company shall execute and obtain such documents as are deemed necessary by the ORDC to evidence, close and secure the ORDC Loan.

3 The Company shall be responsible for any and all costs in excess of the ORDC Loan.

AMENDED PROJECT BRIEFING UPDATE: CITY OF GREENFIELD, MIDLAND CITY TO GREENFIELD LINE BRIDGE REHABILITATION

May 5, 2011

Project Costs		Project Benefits
ORDC Grant	**$235,000**	**Maximizes ORDC's funding**
ORDC EOY cleanout	**up to $35,000**	**See Attached Briefing**
City of Greenfield	**up to $58,000**	
	up to $328,000	

INTRODUCTION: At the January 20, 2011 Commission Meeting, ORDC Commissioners through Resolution 11-03 approved a grant of $230,000 to the City of Greenfield for the repair of bridges along the Greenfield Line to ensure it is ready to accommodate Johnson Control traffic when it reopens its Greenfield plant in late Spring. ORDC Staff recommends that ORDC Commissioners approve an amendment to Resolution 11-03 that would increase ORDC funding for this project and expand the scope of work. The City of Greenfield requested that the scope be augmented to include work beyond the bridge repairs initially identified.

ORDC Staff is working on the final accounting of funds for FY 2011 to pay for any and all administrative and project expenses remaining in this fiscal year which ends on June 30, 2011. ORDC staff recommends approval of up to $35,000 of ORDC General Revenue Funds, which will be the result of end of year (EOY) "account sweeping" be applied to the Greenfield Line Bridge Rehabilitation project. These funds are currently estimated to be approximately $32,000, but this number may increase to up to $35,000, or decrease, including the potential that $0 may be available.

SITUATION: Every year, ORDC staff sweeps all General Revenue Fund (GRF) accounts to ensure the maximum amount of GRF funding possible is spent on track rehabilitation and economic development projects. ORDC staff requests Commissioners' approval to use the Greenfield Bridge Rehabilitation project to help sweep accounts. Whatever is left in GRF accounts would be applied toward the additional work outlined below. ORDC expects that the ORDC contribution will be approximately $32,000 but it may be more or less than this figure, including the potential that there will be no funds remaining. Attached as "Exhibit A" to this amended briefing is the original briefing.

AMENDED* Greenfield to Midland City Bridge Rehabilitation Scope of Work

Item	Estimated Costs
MP 68 to 72, Repair Wash Outs, *up to* 1,000 Tons/Ballast	***$25,000***
MP 67 to 74, Repair Wash Outs/Ditching, 1,000 tons Riprap	***$42,000***
Raise Bridge Approaches (# 65.93, 67.65 & 69.4 & *JC#3)*	***$15,000***
#65.93 Replace *or Repair* 4 Lookout Platforms	***$8,000***
#67.65 Replace *or Repair* Lookout Platforms	***$4,000***
#67.65 Replace 204 *(i.e. all)* bridge ties	***$102,000***
#67.65 Replace *or Repair* Riser Block – Pier 1	***$20,000***
#74.30 Remove walkway/Install 4 Lookouts	***$15,000***
#74.51 Replace or remove walkway	***$2,000***
Johnson Controls #3 *Remove Walkway*	***$3,500***
#65.93 Replace Bridge Timbers as Needed	***$20,000***
#74.30 Replace Bridge Timbers as Needed	***$20,000***
Additional Ditching (& clean ditches/culverts) as Needed	***$15,000***
Tie Replacement as Needed	***$15,000***

Other Track and Bridge Work As Needed	***$10,000***
Bid Bond	***$4,500***
Mobilization and Material Freight	***$7,000***
Total	***$328,000***

***Amended items and costs italicized;* original work items and costs not italicized**

Actual work performed will be prioritized by ORDC, Greenfield, and I&ORY consultation and concurrence.

"EXHIBIT A"

PROJECT BRIEFING: CITY OF GREENFIELD, *MIDLAND CITY TO GREENFIELD LINE BRIDGE REHABILITATION*

January 20, 2011

Project Costs		Project Benefits
ORDC Grant	**$235,000**	**Helps Re-Open Rail Service to Johnson Controls**
City of Greenfield	**up to $58,000**	**Helps Restore 120 Rail-Dependent Jobs**

INTRODUCTION: ORDC staff recommends approval of a grant of $235,000 to the City of Greenfield for the rehabilitation of 4 bridges, 4 miles of track, and 8 bridge approaches on the 29.5 mile long Midland City to Greenfield Line. The work will include platform replacement, bridge tie replacement, walkway removal/replacement, ballast replacement and installation, track raising and other necessary repairs. Should there be funds remaining from addressing these immediate needs, the purchase and installation of additional bridge ties and ditch cleaning will be advanced. The $235,000 in ORDC work will be matched by the Indiana and Ohio Railway's engineering expertise and contributions from the City of Greenfield.

BACKGROUND:

Brief History of the Line: The Midland City to Greenfield Line was formerly part of the CSX Transportation east coast to St. Louis mainline. In the early 1980's, CSX discontinued using most of the Ohio portion of this line as mainline track, abandoning some portions, and operating others as branchlines. In 1987, CSX filed to abandon the 29.5 miles of branchline operations between Midland City and Greenfield because it was losing money for CSX. At that time, the major shippers were two grain elevators as well as two manufacturing plants, Packaging Resources, and Johnson Controls. Candle-lite had a small facility in Leesburg along the line but was not using rail service at the time. Because the line had heavy, welded rail, the net liquidation value of the 29.5 miles of track was high, $2,400,000.

The shippers and prospective shippers along the line formed the Greenfield Shippers Association (GSA) to preserve the line. The Ohio Department of Transportation, Division of Rail (ODOT Rail) worked with the GSA, the City of Greenfield, and the fledgling Indiana & Ohio Railroad (I&ORY) to save the line from being torn up. ODOT Rail provided $1,341,966 in Federal Railroad Administration funds and $346,034 in State funds to the City of Greenfield to help it to acquire the line. The GSA and I&ORY provided $712,000 toward the purchase. The City has owned and the I&ORY has operated the line under a lease with the City since the City purchased the line in 1988.

Initially, the Greenfield Line connected to the CSX Midland Subdivision Line between Columbus and Cincinnati. In October, 2004, RailAmerica, the parent company of the I&ORY, obtained a long term lease for the Midland Sub from CSX. The Greenfield Line now has direct access via I&ORY and RailAmerica lines to interchange traffic in Cincinnati and various other connecting points on the CSX, Norfolk Southern, and Canadian National. A map of the southwest Ohio area is included as Exhibit "A".

Initially, the grain traffic provided the base for rail operations. However, grain traffic diverted to trucks to local consumers or to the Ohio River to be loaded on barges. The traffic generated by Candle-lite (inbound paraffin) helped replace the grain traffic as Candle-lite grew from a small company with a few dozen employees to a sizable manufacturing concern which now employs about 667 people in Leesburg and 62 people in sales and marketing in Blue Ash. Packaging Resources (in New Vienna) was acquired by Huhtamaki and currently employs about 250 people. It receives inbound plastics via rail. Johnson Controls in Greenfield mothballed its

Greenfield operations in 2008 which had been receiving hazmat chemicals by rail used to produce foam products.

Recently, Johnson Controls has begun the process of re-opening the Greenfield plant and will begin to employ approximately 120 people while the plant runs at half capacity (one production line) initially, with plans to open the second production line sometime in 2011. The plant had employed 220 people before it was closed, and will return to that approximate level once both lines are restored. Early startup of the plant will use truck service, but rail is required for continued competition in the market. Once this rail service is begun, Johnson Controls will require 70-75 carloads yearly, with this demand ramping up to approximately 145 carloads yearly once the second production line is restored.

In 2009, ORDC provided the City with a $210,000 grant matched by $50,000 from the City's railroad fund, (funds raised by a $60 per car charge that both the shippers and I&ORY (i.e. $120 per car) pay into the City fund). The work performed was the installation of 2,600 ties from MP 45 to MP 49, MP 67.5 to MP 70, and MP 74 to MP 75.5, the repair of turnouts at MP 56.9 and MP 64.2, and surfacing where ties were installed. In November 2010, ORDC provided the city with a $130,000 grant matched by $95,270 in work already performed by the City to install 1,600 ties from MP 50.3 to MP 51, MP 52.3 to MP 55.5, MP 57.5 to MP 58, and at the Leesburg Siding and associated surfacing where the ties were installed.

Current Situation: Traffic on the Greenfield Line has dropped off in recent years. In 2004, the line generated 867 carloads of traffic and in 2005 traffic volumes rose to 922. However in 2006 traffic dropped to 621 cars. In 2007 traffic totaled 552 cars and in 2008 traffic totaled 542 cars. With the recession in 2008, and the mothballing of Johnson Controls, traffic dropped to 394 cars in 2009. For 2010, the line generated 336 cars in the first 10 months of the year.

The City is responsible for rail line maintenance using the railroad fund to perform necessary tasks. The downturn in railroad traffic has made this job much tougher. The City is working with the I&ORY to develop ways to cut maintenance costs.

The condition of the Greenfield Line is generally good with track speeds generally at 25 MPH.

PROJECT DESCRIPTION: The proposed project consists of bridge work at bridges with a repair priority of "2," which are the most needed repairs to the bridges on the line, and various track rehabilitation items required for safe service and to prevent further deterioration. Current immediate repairs consist of replacing lookout platforms and bridge ties, replacing a riser block, raising the approaches to four bridges (both sides) and replacing or removing walkways on the bridges, and repairing washouts, and replacing ballast on the track itself. The total work estimate is presented below:

Greenfield to Midland City Bridge Rehabilitation Costs

Item	Unit Cost	Total Cost
MP 68 to 72, Repair Wash Outs, add 1,000 Tons/Ballast ($10/ton ballast, $10/ton install)		**$20,000**
Raise Bridge Approaches (#65.2, 65.93, 67.65 & 69.4) ($2/foot)		**$20,000**
#65.93 Replace 4 Lookout Platforms		**$19,000**
#67.65 Replace Lookout Platforms		**$19,000**
#67.65 Replace 1/3 bridge ties		**$45,000**
#67.65 Replace Riser Block – Pier 1		**$45,000**

#74.30 Remove walkway/Install 4 Lookouts	**$24,000**
#74.51 Replace or remove walkway	**$8,000**
Johnson Controls #3 Replace missing walkway planks	**$16,000**
Mobilization and Material Freight	**$26,600**
Total	**$242,600**

Should this work be completed and funds be remaining, the additional work to be funded is outlined below:

Item	Unit Cost	Total Cost
#67.65 Replace remaining 2/3 bridge ties		**$90,000**
MP 68 to 72, Clean Ditches		**$30,000**

The City will let competitive bids for the track work. The I&ORY will inspect the project work. The City will be responsible for continued maintenance of the track.

WHY ORDC FUNDING IS NEEDED: The economics of the line preclude private financing for all the capital needs on the line.

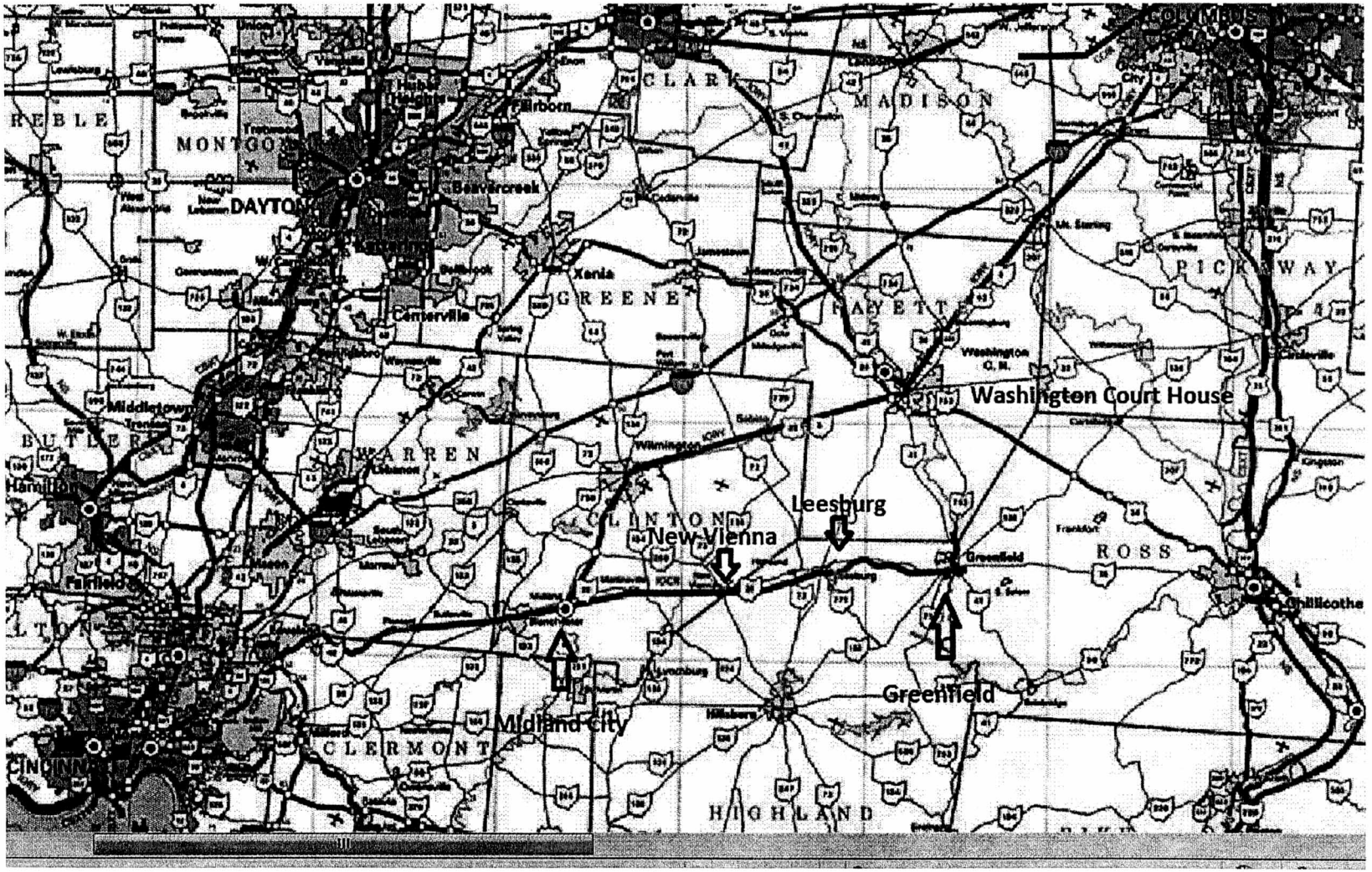
PROJECT BENEFITS:

- Necessary to re-open Johnson Controls' Greenfield plant, creating 130 new jobs.
- Required for future re-activation of second production line in 2011, creating another 80 jobs.
- Brings an additional 70-75 yearly carloads initially and 145 yearly carloads over the long-term.
- Other businesses in the area depend upon the continued viability of the rail-dependent shippers on the Greenfield Line.

SPECIAL CONTINGENCIES: ORDC's Secretary-Treasurer will decide whether to take project funding from GRF funds, or from funds returned to ORDC from the salvaging of track that had been acquired with federal funds.

OTHER CONTRIBUTIONS: The City of Greenfield will provide up to $58,000 of the funding.

I&ORY IN SOUTHWEST OHIO



RESOLUTION 11-08

RE: CITY OF GREENFIELD: MIDLAND CITY TO GREENFIELD LINE *REHABILITATION* GRANT AMENDMENT TO RESOLUTION 11-03

A RESOLUTION MODIFYING THE ASSISTANCE PROPOSED TO BE PROVIDED TO THE CITY OF GREENFIELD UNDER CHAPTER 4981 OF THE OHIO REVISED CODE.

WHEREAS, this Commission as the Ohio Rail Development Commission (ORDC) created by Chapter 4981 of the Ohio Revised Code, has the responsibility of reviewing and making recommendations to ORDC staff with respect to the assistance under Chapter 4981 of the Ohio Revised Code (the Act) proposed to be provided; and

WHEREAS, the ORDC has under consideration the modification of the provision of assistance under the Act to the City of Greenfield (the City); and

WHEREAS, the ORDC staff has submitted to this ORDC a modification to a prior Request for Assistance submitted by the City; the determination of the Executive Director of the ORDC and the facts upon which such determination is based, that the modification to the proposed assistance will conform to the requirements of the Act and the terms of the modification of the proposed assistance; and

WHEREAS, the ORDC has reviewed such modifications and discussed them with the Executive Director and staff of the ORDC the proposed assistance; and

WHEREAS, on the basis of such review and discussions, the ORDC has determined that the provision of assistance to the City, as set forth in the ORDC staff's submissions, is appropriate.

NOW, THEREFORE, BE IT RESOLVED by the ORDC of the State of Ohio:

Section 1. That the ORDC determines that modification to the assistance proposed to be provided under the Act to assist the City with the Rail Service Project (as defined below) is appropriate.

Section 2. That the ORDC approves the modification of the proposed assistance to the City, the nature, amount and terms of which are summarized in Exhibit A attached hereto.

Section 3. That the ORDC hereby amends Resolution 11-03 as set forth in Exhibit A.

Moved By
Seconded By

Upon roll call, the vote resulted as follows:

James G. Bradley, Chairman	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Thomas McOwen	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Greg Murphy for Jerry Wray	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Barbara Hammontree Bennett	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Robert Greenlese	____	yes	_____	no	_____	absent	_____	abstained	____ recused
_____for James Leftwich	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Solomon Jackson	____	yes	_____	no	_____	absent	_____	abstained	____ recused
William Lozier	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Ronald C. Rasmus	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Larry Sowers	____	yes	_____	no	_____	absent	_____	abstained	____ recused
Herk Wolfe	____	yes	_____	no	_____	absent	_____	abstained	____ recused

ORDC ACTION: Motion approved Other action
Motion denied Date 5/12/2011

CERTIFICATE

I, the undersigned Chairman of the ORDC, hereby certify that the foregoing is a true and correct record of the resolution of said ORDC.

_____ 5/12/2011
James G. Bradley, Chair Date

EXHIBIT A

The modifications to the Request for Assistance are as follows:

1. An increase in the amount of the ORDC Grant in an amount up to Thirty Five Thousand Dollars.

2. The Rail Service Project shall be modified from:

   "...the rehabilitation of 4 bridges, 4 miles of track, and 8 bridge approaches on the 29.5 mile long Midland City to Greenfield Line and shall include platform replacement, bridge tie replacement, walkway removal/replacement, ballast replacement and installation, track raising and other necessary repairs..."

   to:

   "...the rehabilitation of 5 bridges, 7 miles of track, and 8 bridge approaches on the 29.5 mile long Midland City to Greenfield Line and shall include platform repair/replacement, bridge tie replacement, walkway removal/replacement, ballast replacement and installation, track raising, ditching and other necessary track and bridge repairs."

3. All other terms, covenants and conditions specified in Resolution 11-03 shall remain in full force and effect.

010 JOBS AND CARLOADS PLEDGED REPORT

	Grantee	Grant/ Loan Amount	Project Completion Date	Monitoring Period	Jobs Pledged	Carloads Pledged	Jobs 2010	Carloads 2010	ORDC Staff Comment / Recommendation
1	McDermott Industries, LLC P.O. Box 307 McDermott, OH 45652 Vera & Carl Pertuset (740-259-9909)	$25,000 (G)	5/11/2004	2004 - 2010	C-19 R-6	100	4 Contractors	23 Truckloads	No further monitoring recommended.
2	Wellsville Intermodal Industrial Park (Columbiana County Port Authority) 1250 St. George Street East Liverpool, OH 43920 Tracy Drake (330-386-9051)	$717,000 (G)	6/3/2005	2005 - 2011	C-140	975	22	27	Monitoring period is ongoing.
3	Whirlpool Corporation **(Clyde, OH facility)** 150 Hilltop Road St. Joseph , MI 49085 Dennis Lipscomb (269-923-5708)	$75,000 (G)	8/31/2009	2009-2012		280		895	Monitoring period is ongoing.
4	Altra Biofuels (was Coshocton Ethanol) 18137 County Road 271 Coshocton, OH 43812 Mark Kuzelka (310-348-7245)	$250,000 (G)	9/21/2007	2007-2010	C-41	2,500	3	0	Commitment modified per Resolution 11-06, and approved March 2011.
5	Southgate Company 1499 West Main Street P O Box 397 Newark, OH 43058 Frank Rosato (740-522-2151)	$30,000 (G)	12/20/2006	2006-2012	C-48 R-54	250	C-46 R-54	165	Monitoring period is ongoing.
6	Lancaster Port Authority 104 East Main Street Lancaster, OH 43130 R. Michael Pettit (740-687-6670 #10)	$90,000 (G) $145,163 (L)	12/8/2008	2008 - 2011	C-110	200	127	137	Monitoring period is ongoing.
7	Case Farms LLC, Ohio Division P O Box 185 Winesburg, OH 44690 Chuck McDaniel (330-359-7030)	$255,000 (G)	2/24/2009	2009-2012	C-200	350	593	1198	Monitoring period is ongoing.
8	Hydrodec North America LLC 2021 Steinway Blvd. SE Canton, OH 44707 Brian Klink (330-454-8202)	$75,000 (G)	1/12/2010	2010-2013	C-65	200	25	165	Monitoring period is ongoing.
9	City of Trotwood 3035 Olive Rd. Trotwood, OH 45426 Rhonda Finley (937-854-7214)	$200,000 (G)	3/11/2009	2009-2012	C-200	200	233	81	Monitoring period is ongoing.
10	Deltech Polymers 1250 South Union Street Troy, Oh 45373 Brent Reedstrom (937-620-9231)	327,457 (L) $24,000 (G)	9/2/2010	2010-2013	C-12	42	14	21	Monitoring period is ongoing.
11	Fulton Railroad Company, LTD 3033 Riverside Dr. Cincinnati, OH 45226 Jeff Stewart (513-533-7607) 2007-46	$200,000 (G)	4/28/2010	2010-2013	C-8	2,500	7	38	Monitoring period is ongoing.

	Grantee	Grant/ Loan Amount	Project Completion Date	Monitoring Period	Jobs Pledged	Carloads Pledged	Jobs 2010	Carloads 2010	ORDC Staff Comment / Recommendation
12	Ohio Basic Minerals, LLC 1700 Broadway, Suite 2020 Denver, CO 80290 Garrett M. Clemons (720-407-7036) 2009-39	$30,000 (G)	7/22/2010	2010-2013	C-30 R-8	100	15	0	Monitoring period is ongoing.
13	Mercer Landmark, Inc. 715 W. Logan St. Celina, OH 45822 Tom Belt (419-667-2901) 2009-40	$100,000 (G)	1/22/2010	2010-2013		540		1563	Monitoring period is ongoing.

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